

This instrument prepared by:

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10/19/05 10:01:59 SS
BK 512 PG 413
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

SPECIAL WARRANTY DEED

SARA M. HOLMES, INDIVIDUALLY,
AS EXECUTRIX OF THE ESTATE OF
ELMORE HOLMES, III AND AS
TRUSTEE OF THE TRUST(S) CREATED
UNDER THE WILL OF ELMORE HOLMES III

GRANTOR

TO

NMM, LLC,
a Mississippi limited liability company

GRANTEE

FOR AND IN CONSIDERATION of ten dollars (\$10.00) cash in hand paid and other good and valuable considerations, the receipt of all of which is hereby acknowledged, I, SARA M. HOLMES, INDIVIDUALLY, AS EXECUTRIX OF THE ESTATE OF ELMORE HOLMES, III AND AS TRUSTEE OF THE TRUST(S) CREATED UNDER THE WILL OF ELMORE HOLMES III ("Grantor"), do hereby bargain, sell, convey and specially warrant unto NMM, LLC ("Grantee"), all of Grantor's undivided one-third (1/3) fractional interest in the following described real estate, situated and being in the County of Desoto, State of Mississippi, to-wit:

As described on Exhibit A attached hereto

No part of this conveyance is a part of Grantor's homestead.

Without implying any enlargement of the foregoing special warranty, this conveyance is expressly subject to (1) Desoto County and City of Southaven, Mississippi and any other property taxes for the year 2005 and after; (2) Water Line Easement recorded in Book 161, Page 125 in the Office of the Chancery Court Clerk of Desoto County, Mississippi; (3) Easements filed of record in Book 37, Page 294; Book 100, Page 321; Book 170, Page 195 as amended in Book 302, Page 230, Book 397, Page 675 and Book 414, Page 234 in the aforesaid Clerk's Office, as shown on survey; (4) any and all matters shown on survey dated March 20, 2005 of Davis Engineering Co. Inc.; and (5) roadway and right of way for Stateline Road and rezoning concessions.

By its acceptance of this Special Warranty Deed, except with respect to a materially adverse false disclosure by Elmore Holmes, III made by him knowingly and deliberately with intent to deceive and except with respect to a breach of the warranties of title under this Special Warranty Deed, Grantee or anyone claiming by, through or under Grantee, hereby fully releases Grantor, its employees, officers, directors, representatives, attorneys and agents from any claim,

Chicago Title

cost, loss, liability, damage, expense, demand, action or cause of action arising from or related to the existence of hazardous substances on the property described in Exhibit A and any other defects, errors, omissions, or other conditions affecting said property. This covenant releasing Grantor shall be a covenant running with the land and shall be binding upon Grantee, its successors, and assigns.

Possession is to be given with the delivery of the deed.

WITNESS the signature of Grantor as of the 29 day of September 2005.

Sara M. Holmes
SARA M. HOLMES, INDIVIDUALLY, AS EXECUTRIX OF
THE ESTATE OF ELMORE HOLMES, III AND AS TRUSTEE
OF THE TRUST(S) CREATED UNDER THE WILL OF
ELMORE HOLMES III

ACKNOWLEDGMENT

STATE OF TENNESSEE
COUNTY OF SHELBY

Personally appeared before me, the undersigned authority in and for the said county and state, on the 29th day of Sept., 2005, within my jurisdiction, the within named SARA M. HOLMES, INDIVIDUALLY, AS EXECUTRIX OF THE ESTATE OF ELMORE HOLMES, III AND AS TRUSTEE OF THE TRUST(S) CREATED UNDER THE WILL OF ELMORE HOLMES III, who acknowledged that she executed, signed and delivered the above and foregoing instrument.

Jeffrey E. Smith
Notary Public

My Commission Expires:
My Commission Expires November 07, 2006

Property address:

None – unimproved acreage

Name and address of property owner
who is also the person responsible
for payment of taxes:
NMM, LLC
480 Airport Industrial Drive
Southaven, Mississippi 38671

Surveyor: Davis Engineering Co. Inc.
5350 Poplar Avenue, Suite 317
Memphis, Tennessee 38119
Mississippi license #02818

Grantor's address:
2221 Washington Avenue
Memphis, Tennessee 38104
Phone 901-276-1130

Grantee's address:
480 Airport Industrial Drive
Southaven, Mississippi 38671
Phone 662-393-4450

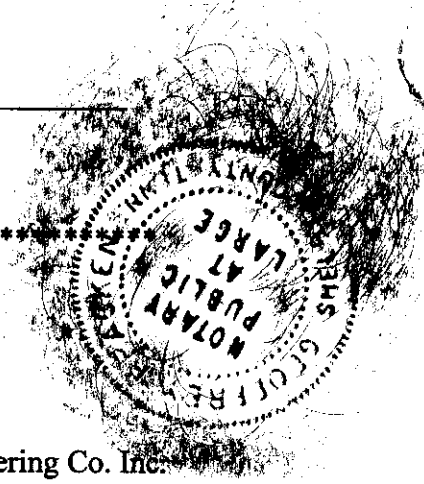


EXHIBIT A

Property Description of part of the Eula Holmes Sanders, Elmore Holmes, III, Elizabeth Holmes Hazell, Ann T. Petrucci and Janet Turner property as described in Book 267 Page 417 in the Southwest and Southeast Quarter of Section 17, Township 1 South, Range 7 West in the City of Southaven, Desoto County, Mississippi and being more particularly described as follows:-

Commencing at the recognized and accepted Southwest Corner of Section 17, Township 1 South, Range 7 West in the City of Southaven, Desoto County, Mississippi (found pk nail); thence South 88 Degrees 59 Minutes 18 Seconds East with the south line of said Section and in State Line Road a distance of 1039.96 feet to a point in the east line of Rowsey Subdivision as recorded in Plat Book 70 Page 39, said point being the true point of beginning, (found iron pin 52.9 feet north); thence North 01 Degrees 01 Minutes 09 Seconds East with said east line and the northerly projection of said east line a distance of 1165.41 feet to an iron pin set in the accepted Tennessee-Mississippi State Line, said point being in the south line of the Memphis-Shelby County Airport Authority property as described in Instrument FK 6971; thence South 88 Degrees 50 Minutes 00 Seconds East along said State Line and with the south line of said Memphis-Shelby County Airport Authority property and the Sanders, et.al. property as described in Instrument ED 7131 a distance of 3023.12 feet to a point in the northerly projection of the west line of the Gilder property as described in Book 418 Page 506; thence South 00 Degrees 48 Minutes 04 Seconds West along said northerly projection and the said west line a distance of 1157.23 feet to a point in the south line of said Section (set iron pin 25 feet north) and in State Line Road; thence North 88 Degrees 59 Minutes 18 Seconds West with the south line of said Section a distance of 3027.51 feet to the point of beginning.